

IN WITNESS WHEREOF, this Amendment to the Agreement was exchanged in triplicate on this 9th day of Jan, 2004, by Illinois Bell Telephone Company d/b/a SBC Illinois; Indiana Bell Telephone Company Incorporated d/b/a SBC Indiana; Michigan Bell Telephone Company d/b/a SBC Michigan; Nevada Bell Telephone Company d/b/a SBC Nevada; The Ohio Bell Telephone Company d/b/a SBC Ohio; Pacific Bell Telephone Company d/b/a SBC California, The Southern New England Telephone Company ; Southwestern Bell Telephone, L.P., d/b/a SBC Oklahoma, SBC Missouri, SBC Kansas, SBC Arkansas and SBC Texas; Wisconsin Bell, Inc. d/b/a SBC Wisconsin, signing by and through its duly authorized representative, and CLEC, signing by and through its duly authorized representative.

Level 3 Communications, LLC

Illinois Bell Telephone Company d/b/a SBC Illinois; Indiana Bell Telephone Company Incorporated d/b/a SBC Indiana; Michigan Bell Telephone Company d/b/a SBC Michigan; Nevada Bell Telephone Company d/b/a SBC Nevada; The Ohio Bell Telephone Company d/b/a SBC Ohio; Pacific Bell Telephone Company d/b/a SBC California, The Southern New England Telephone Company, Southwestern Bell Telephone, L.P., d/b/a SBC Oklahoma, SBC Missouri, SBC Kansas, SBC Arkansas and SBC Texas; Wisconsin Bell, Inc. d/b/a SBC Wisconsin by SBC Telecommunications, Inc., its authorized agent

Signature: K.T. Paul

Name: KEVIN T. PAUL

(Print or Type)

Signature: Mike Auinbauh

Name: Mike Auinbauh

(Print or Type)

Title: VP SWITCH DEPLOYMENT

(Print or Type)

Title: For/

President - Industry Markets

Date: 12-23-03

Date: JAN 09 2004

AECN/OCN# 8824

(Facility Based - if applicable)